SECURITIES AND EXCHANGE COMMESSIONAI! Processing MB Number: Washington, D.C. 20549

Section

3235-0076 September 30, 2008

Expires: Estimated average burden hours per response 16.00

TEMPORARY FORM D

SEP 3 0 2008

NOTICE OF SALE OF SECURPTIPEON, DC PURSUANT TO REGULATION D, **SECTION 4(6), AND/OR** UNIFORM LIMITED OFFERING EXEMPTION

ONITORNITED OF ERMO EXEM	11011
Name of Offering (check if this is an amendment and name has changed, and indicate change.) Series B Preferred Stock	
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6) Type of Filing: New Filing Amendment	ULOE
A. BASIC IDENTIFICATION DATA	
1. Enter the information requested about the issuer	08060261
Name of Issuer (check if this is an amendment and name has changed, and indicate change.) Savings.com, Inc.	
Address of Executive Offices (Number and Street, City, State, Zip Code) 510 State St, Ste 200, Santa Barbara, CA 93101	Telephone Number (Including Area Code) 310-617-5683
Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices)	Telephone Number (Including Area Code)
Brief Description of Business Online financial service marketplace	& DDOCESOED
	PROCESSED
Type of Business Organization Corporation	OCT 0 2 2008
Actual or Estimated Date of Incorporation or Organization: Month Year O 8 0 5 Actual Estin Burisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction)	CA
GENERAL INSTRUCTIONS Note: This is a special Temporary Form D (17 CFR 239.500T) that CFR 239.500) only to issuers that file with the Commission a notice on Temporary Form D (17 CFG 2 paper format on or after September 15, 2008 but before March 16, 2009. During that period, an issuer using Form D (17 CFG 239.500) but, if it does, the issuer must file amendments using Form D (17 CF requirements of §230.503T. Federal:	239.500T) or an amendment to such a notice in also may file in paper format an initial notice
Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation	D or Section 4(6), 17 CFR 230,501 et sea, or 15
U.S.C. 77d(6). When To File: A notice must be filed no later than 15 days after the first sale of securities in the of Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the ad after the date on which it is due, on the date it was mailed by United States registered or certified mail to Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20: Copies Required: Two (2) copies of this notice must be filed with the SEC, one of which must be manual be a photocopy of the manually signed copy or bear typed or printed signatures. Information Required: A new filing must contain all information requested. Amendments need only rehanges thereto, the information requested in Part C, and any material changes from the information prev Appendix need not be filed with the SEC. Filing Fee: There is no federal filing fee.	fering. A notice is deemed filed with the U.S. dress given below or, if received at that address that address. 549. ally signed. The copy not manually signed must eport the name of the issuer and offering, any lously supplied in Parts A and B. Part E and the
This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) f adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to t amount shall accompany this form. This notice shall be filed in the appropriate states in accordance constitutes a part of this notice and must be completed.	with the Securities Administrator in each state he claim for the exemption, a fee in the proper
A CHARLES FER COR.	

- ATTENTION-

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA Enter the information requested for the following: Each promoter of the issuer, if the issuer has been organized within the past five years; Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer. Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and Each general and managing partner of partnership issuers. Executive Officer General and/or Check Box(es) that Apply: Promoter Beneficial Owner Director Managing Partner Full Name (Last name first, if individual) Estalea, L.P. Business or Residence Address (Number and Street, City. State, Zip Code) 629 State St Ste 222 Santa Barbara, CA, 93101 Check Box(es) that Apply: Beneficial Owner Executive Officer Promoter General and/or Managing Partner Full Name (Last name first, if individual) US Venture Partners X, L.P. Business or Residence Address (Number and Street, City, State, Zip Code) 2735 Sand Hill Road Menlo Park CA 94025 Beneficial Owner Check Box(es) that Apply: Promoter Executive Officer ▼ Director General and/or Managing Partner Full Name (Last name first, if individual) Bendele, Loren Business or Residence Address (Number and Street, City, State, Zip Code) 510 State St, Ste 200, Santa Barbara, CA 93101 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Spievak, Jason Business or Residence Address (Number and Street, City, State, Zip Code) 510 State St, Ste 200, Santa Barbara, CA 93101 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Maidenberg, Ted Business or Residence Address (Number and Street, City, State, Zip Code) 2735 Sand Hill Road Menlo Park CA 94025 Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Pettersen, Per Business or Residence Address (Number and Street, City, State, Zip Code) 629 State St Ste 222 Santa Barbara, CA, 93101 Check Box(es) that Apply: Promoter ☐ Beneficial Owner Executive Officer Director General and/or Managing Partner Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) (Use blank sheet, or copy and use additional copies of this sheet, as necessary)

					B. 11	NFORMAT	ION ABOU	T OFFERI	NG				
	T1	·			.4	11 42 22 2		-uastara in	this offer	ina?		Yes	No •
1.	Has the	issuer solo	l, or does th								•••••	Ц	X
Answer also in Appendix, Column 2, if filing under ULOE. 2. What is the minimum investment that will be accepted from any individual?							\$ N/A						
	2. What is the infinitely infooting that the object from English and the infinitely infooting the infinitely infini							Yes	No				
3.	2, , , -						X						
4.	commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.												
	,	Last name	first, if indi	vidual)									
None Business or Residence Address (Number and Street, City, State, Zip Code)													
Dus	siness of	Residence	Addiess (N	univer and	i street, Ci	ny, State, 2	ip Code)						
Nar	ne of Ass	sociated Br	oker or Dea	aler			_						-
Sta	tes in Wh	ich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers	•					
	(Check	"All States	or check	individual	States)	•••••	***************************************					☐ Al	l States
	AL [IL]	AK IN	AZ IA	AR KS	CA KY	CO LA	CT ME	DE MD	DC MA	FL MI	GA MN	HI MS	MO
	MT RI	NE SC	NV SD	NH TN	NJ TX	NM UT	NY VT	NC VA	ND WA	OH WV	OK WI	OR WY	PR
Ful	l Name (Last name	first, if indi	vidual)			•						
Bus	siness or	Residence	Address (N	Number an	d Street, C	City, State,	Zip Code)						
Nai	ne of As	sociated Br	oker or Dea	aler	<u> </u>								
Sta			Listed Has										
	(Check	"All States	or check	individual	States)						••••••	☐ A1	1 States
	ÁL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	1D
		IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
	MT]	NE SC	NV SD	NH TN	NJ TX	MM UT	NY VT	NC VA	ND WA	OH WV	OK WI	OR WY	PA PR
Ful			first, if indi										
													
Bus	siness or	Residence	Address (N	Number an	d Street, C	City, State, 2	Zip Code)						
Nai	ne of As:	sociated Br	oker or Dea	aler		-							
Sta	tes in Wh	ich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers	<u> </u>			•		
	(Check	"All States	or check	individual	States)	***************************************					***************************************	☐ Al	1 States
	AL	AK	AZ	AR	CA	CO	CT	DE	DC	FL	GA	HI	ID (VC)
	IL MT	NE NE	IA NV	KS NH	KY NJ	LA NM	ME NY	MD NC	MA ND	MI OH	MN OK	MS OR	MO PA
	RI	SC	SD	TN	TX	UT	VT	VΑ	WA	WV	WI	WY	PR

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

	already exchanged. Type of Security	Aggreg Offering		Aı	nount Already Sold
		_			
	Debt			\$_	199,999.92
	Equity	\$ <u>3,999</u>	,999.98	S	3,999,999.98
	☐ Common ☑ Preferred				
	Convertible Securities (including warrants)				
	Partnership Interests				
	Other (Specify)				
	Total	§ 4,199	,999.90	\$_	4,199,999.90
	Answer also in Appendix, Column 3, if filing under ULOE.				
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."				Aggregate Pollar Amount of Purchases
	Accredited Investors	3		\$_	4,199,999.90
	Non-accredited Investors			S _	
	Total (for filings under Rule 504 only)			\$	
	Answer also in Appendix, Column 4, if filing under ULOE.				
3.					
	Type of Offering	Type Securi		E	Oollar Amount Sold
	Rule 505			\$_	
	Regulation A			\$_	
	Rule 504			\$_	
	Total			\$_	·
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.				
	Transfer Agent's Fees			\$ _	
	Printing and Engraving Costs			\$ _	
	Legal Fees		X	\$	105,000.00
	Accounting Fees	•••••		s _	
	Engineering Fees			S _	
	Sales Commissions (specify finders' fees separately)			\$ _	
	Other Expenses (identify) Filing fees		K	\$	300.00
	Other Expenses (identify) Filing fees		_		

	b. Enter the difference between the aggregate of and total expenses furnished in response to Part C-proceeds to the issuer."	Question 4.a. This di	fference is the "adjusted gross	3		\$ 4,094,699.90
5.	Indicate below the amount of the adjusted gross peach of the purposes shown. If the amount for check the box to the left of the estimate. The total proceeds to the issuer set forth in response to Page 1997.	any purpose is not kno of the payments listed	wn, furnish an estimate and must equal the adjusted gross	l		
				Di	yments to Officers, rectors, & ffiliates	Payments to Others
	Salaries and fees			S _		<u></u> \$
	Purchase of real estate			<u> </u>		S
	Purchase, rental or leasing and installation of m and equipment			□\$_		\$
	Construction or leasing of plant buildings and f	acilities		_ \$_		
	Acquisition of other businesses (including the voffering that may be used in exchange for the assuer pursuant to a merger)	other	_ □\$		 □\$	
	Repayment of indebtedness					
	Working capital			_		_
	Other (specify):					
				□ \$_		
	Column Totals			x \$_	199,999.92	x \$ 3,999,999.98
	Total Payments Listed (column totals added)				x \$ 4,1	99,999.90
		D. FEDERAL SI	GNATURE			
sig	issuer has duly caused this notice to be signed by the ature constitutes an undertaking by the issuer to finformation furnished by the issuer to any non-a	furnish to the U.S. Secu	rities and Exchange Commi	ssion,	upon writter	
Iss	uer (Print or Type)	Signature	n 1	Date		
Sav	ings.com, Inc.	Low	Bergs	Septe	mber <u>25</u> , 20	08
Na	ne of Signer (Print or Type)	Title of Signer (Pr	int or Type)			

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

-- ATTENTION -

President

Loren Bendele

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification Yes No provisions of such rule?
	See Appendix, Column 5, for state response.
2.	The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law.
3.	The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
4.	The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.
	per has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned thorized person.
lssuer (Print or Type) Signature Date
Savings	s.com, Inc. September 25, 2008

Title (Print or Type)

President

Instruction:

Name (Print or Type)
Loren Bendele

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX 1 2 3 4 Disqualification Type of security under State ULOE Intend to sell and aggregate (if yes, attach Type of investor and explanation of to non-accredited offering price waiver granted) investors in State offered in state amount purchased in State (Part E-Item 1) (Part C-Item 2) (Part C-Item 1) (Part B-Item 1) Number of Number of Accredited Non-Accredited No Investors Yes State Yes No Investors Amount Amount ΑL ΑK ΑZ AR Series B Preferred Stock; \$4,199,999.9 CA 0 0 Х \mathbf{X} 3 4,199,999.9 CO CTDE DC FL GAHI ID IL IN IΑ KS KY LA ME MD MA ΜI MN

MS

	A REPORT			A S. App.	ONDIX				, W.
l	Intend to non-ac investors (Part B-	credited in State	3 Type of security and aggregate offering price offered in state (Part C-Item 1)		amount purc	nvestor and chased in State		Disquali under Sta (if yes, explana waiver g (Part E-	te ULOE attach ation of granted)
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
МО									
МТ									
NE									
NV									
NH									
NJ	:								
NM									. —
NY								,	
NC									
ND									
ОН									
ОК									
OR									
PA									
RI									
SC									
SD									
TN									
TX									
UT									
VT									
VA									
WA									
wv									
wı									

1		2	3			4		Disquali	5 fication
	to non-ac	to sell ccredited s in State -Itern 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)				Disqualifice under State U (if yes, att explanatio waiver grat (Part E-Ite	
State	Yes	No	(Face Remark)	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No

_						
	b. Enter the difference between the aggregate offer and total expenses furnished in response to Part C — proceeds to the issuer."	ring price given in response to Part C — Question Question 4.a. This difference is the "adjusted gros	S		\$ 4,0	94,699.90
5.	Indicate below the amount of the adjusted gross pro each of the purposes shown. If the amount for an check the box to the left of the estimate. The total of proceeds to the issuer set forth in response to Part	y purpose is not known, furnish an estimate and the payments listed must equal the adjusted gros	i			
			D	oyments to Officers, irectors, & offiliates	P	ayments to
	Salaries and fees		□ \$_		S	
	Purchase of real estate		□ \$_		□ \$.	
	Purchase, rental or leasing and installation of mac	hinery	_ S _		□ s .	
	Construction or leasing of plant buildings and fac	ilities	□ \$_		□ \$	
	Acquisition of other businesses (including the val offering that may be used in exchange for the asset issuer pursuant to a merger)	ets or securities of another	<u></u> \$_		☐ \$ <u>.</u>	
	Repayment of indebtedness		X \$_	199,999.92	□\$	
	Working capital		□ \$_		x \$	3,999,999.9
	Other (specify):		S _		☐ \$ <u></u>	
			□ \$_		☐ \$.	
	Column Totals		X \$_	199,999.92	K \$	3,999,999.98
	Total Payments Listed (column totals added)		★ \$ 4,199,999.90			
Γ		D. FEDERAL SIGNATURE				
sig	e issuer has duly caused this notice to be signed by the nature constitutes an undertaking by the issuer to fur information furnished by the issuer to any non-acc	nish to the U.S. Securities and Exchange Comm	ission	, upon writter		
Iss	uer (Print or Type)	Signature	Date			
Sa	vings.com, Inc.	Lover Bergh	Sept	ember <u>55,</u> 20	80	
Na	me of Signer (Print or Type)	Title of Signer (Print or Type)				

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

- ATTENTION -

President

Loren Bendele

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE		
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification	Yes	No
	provisions of such rule?		X

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signature	Date
Savings.com, Inc.	Low Berdly	September <u>25</u> , 2008
Name (Print or Type)	Title (Print or Type)	
Loren Bendele	President	



Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.